

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

IN RE:

W.R. GRACE & CO., *et al.*,

Debtors.

Chapter 11

Case No. 01-1139 (JKF)

(Jointly Administered)

Objection Deadline: January 17, 2005@ 4:00 p.m.

**FORTIETH MONTHLY FEE APPLICATION OF KRAMER
LEVIN NAFTALIS & FRANKEL LLP, COUNSEL TO THE
OFFICIAL COMMITTEE OF EQUITY HOLDERS, FOR
COMPENSATION AND REIMBURSEMENT OF DISBURSEMENTS FOR THE
PERIOD FROM NOVEMBER 1, 2004 THROUGH NOVEMBER 30, 2004**

Name of Applicant: Kramer Levin Naftalis & Frankel LLP

Authorized to Provide
Professional Services to: Official Committee of Equity Holders

Date of Retention: As of July 18, 2001 nunc pro tunc

Period for which compensation
and reimbursement is sought: November 1, 2004 through and including
November 30, 2004

Amount of Compensation sought as
actual, reasonable and necessary: \$153,725.00

Amount of Expense Reimbursement
sought as actual, reasonable and
necessary: \$4,236.79

This is a(n): x monthly — interim application

Prior Applications:

Date Filed	Period Covered	Requested Fees/ Expenses	Paid Fees/ Expenses
February 28, 2002	January 1, 2002 - January 31, 2002	\$23,807.50 \$1,961.58	\$19,046.00 \$1,961.58
April 1, 2002	February 1, 2002 - February 28, 2002	\$36,382.50 \$2,894.44	\$29,106.00 \$2,894.44
May 8, 2002	March 1, 2002 - March 31, 2002	\$32,575.00 \$2,107.64	\$26,060.00 \$2,107.64
May 15, 2002 (Quarterly)	January 1, 2002 - March 31, 2002	\$92,765.00 \$6,963.66	\$92,765.00 \$6,963.66
June 17, 2002	April 1, 2002 - April 30, 2002	\$28,794.00 \$2,669.24	\$23,035.20 \$2,669.24
August 5, 2002	May 1, 2002 May 31, 2002	\$24,232.00 \$2,299.11	\$19,385.60 \$2,299.11
September 4, 2002	June 1, 2002 June 30, 2002	\$20,392.50 \$388.61	\$16,314.00 \$388.61
September 18 2002 (Quarterly)	April 1, 2002 June 30, 2002	\$73,418.50 \$5,356.96	\$69,340.00 \$5,356.96
November 4, 2002	July 1, 2002 July 31, 2002	\$28,083.50 \$1,121.59	\$22,466.80 \$1,121.59
October 24, 2002	August 1, 2002 August 31, 2002	\$33,598.50 \$7,190.62	\$26,878.80 \$7,190.62
November 5, 2002	September 1, 2002 September 30, 2002	\$25,584.50 \$1,761.46	\$20,467.60 \$1,761.46
November 21, 2002 (Quarterly)	July 1, 2002 September 30, 2002	\$87,266.50 \$10,070.69	\$87,266.50 \$10,070.69
November 25, 2002	October 1, 2002 October 31, 2002	\$39,887.50 \$2,124.93	\$31,910.00 \$2,124.93

January 14, 2003	November 1, 2002 November 30, 2002	\$18,704.00 \$652.12	\$18,704.00 \$633.86
February 10, 2003	December 1, 2002 December 31, 2002	\$11,853.50 \$816.82	\$9,482.80 \$816.82
February 25, 2003	January 1, 2003 January 31, 2003	\$11,100.00 \$927.47	\$8,880.00 \$927.47
March 11, 2003	October 1, 2002 December 31, 2002	\$70,445.00 \$3,575.61	\$70,445.00 \$3,575.61
April 8, 2003	February 1, 2003 February 28, 2003	\$13,418.00 \$240.08	\$10,734.40 \$240.08
May 6, 2003	March 1, 2002 March 31, 2003	\$26,969.00 \$452.38	\$21,575.20 \$452.38
May 15, 2003	January 1, 2003 March 31, 2002	\$51,487.00 \$1,619.93	\$51,487.00 \$1,619.93
June 4, 2003	April 1, 2003 April 30, 2003	\$7,609.00 \$1,594.42	\$6,087.20 \$1,594.42
June 26, 2003	May 1, 2003 May 31, 2003	\$9,411.00 \$107.57	\$7,528.77 \$107.57
August 13, 2003	June 1, 2003 June 30, 2003	\$10,427.00 \$137.09	\$8,341.60 \$137.09
August 21, 2003	April 1, 2003 June 30, 2003	\$27,447.00 \$1,839.08	\$27,447.00 \$1,839.08
September 25, 2003	July 1, 2003 July 31, 2003	\$9,272.50 \$32.30	\$7,418.00 \$32.30
October 2, 2003	August 1, 2003 August 31, 2003	\$9,815.50 \$130.93	\$489.69 \$130.93
November 26, 2003	September 1, 2003 September 30, 2003	\$15,004.00 \$334.63	\$12,003.20 \$334.63
December 19, 2003	October 1, 2003 October 31, 2003	\$13,134.00 \$174.04	\$10,507.20 \$174.04
January 6, 2004	November 1, 2003 November 30, 2003	\$14,537.00 \$273.00	\$11,629.60 \$273.00
January 29, 2004	December 1, 2003 December 31, 2003	\$17,595.00 \$1,599.14	\$14,076.00 \$1,599.14
February 27, 2004	January 1, 2004 January 31, 2004	\$8,979.00 \$436.37	\$7183.20 \$436.47

May 5, 2004	February 1, 2004 February 29, 2004	\$8,888.00 \$545.85	\$7,110.40 \$545.85
May 28, 2004	March 1, 2004 March 31, 2004	\$13,807.50 \$472.11	\$11,643.00 \$472.11
November 1, 2004	January 1, 2004 March 31, 2004	\$48,415.50 \$1,840.66	pending
June 30, 2004	April 1, 2004 April 30, 2004	\$14,373.50 \$383.90	\$11,728.21 \$383.90
August 3, 2004	May 1, 2004 May 31, 2004	\$10,840.00 \$1,279.24	\$8,672.00 \$1,279.24
August 23, 2004	June 1, 2004 June 30, 2004	\$23,202.00 \$172.12	\$18,561.60 \$172.12
October 1, 2004	July 1, 2004 July 31, 2004	\$13,523.50 \$33.62	\$10,818.40 \$33.62
October 29, 2004	August 1, 2004 August 31, 2004	\$9,543.50 \$125.25	\$7,634.80 \$125.25
November 2, 2004	September 1, 2004 September 30, 2004	\$24,483.00 \$836.33	\$19,586.40 \$836.33
November 23, 2004	October 1, 2004 October 31, 2004	\$128,959.00 \$6,922.76	pending

SUMMARY OF TIME FOR BILLING PERIOD
NOVEMBER 1, 2004 THROUGH NOVEMBER 30, 2004

Name	Hourly Billing Rate	Total Billed Hours	Total Compensation
Nadler, Ellen R.	630.00	32.80	\$20,664.00
Bentley, Philip	565.00	45.00	\$25,425.00
Mayer, Thomas Moers	690.00	8.50	\$5,865.00
Herzog, Barry	525.00	18.10	\$9,502.50
Horowitz, Gregory A.	525.00	22.00	\$11,550.00
Becker, Gary M.	495.00	73.00	\$ 36,135.00
Caton, Amy	475.00	5.90	\$2,802.50
Rigel, Blake	425.00	21.50	\$9,137.50
Novod, Gordon	390.00	42.20	\$16,536.00
Dimos, Bill	250.00	11.80	\$2,950.00
Koevary, Jonathan T.	250.00	25.90	\$6,475.00
Segal, Amanda J.	250.00	4.50	\$1,125.00
Mangual, Kathleen	195.00	24.00	\$4,680.00
Shea, James	195.00	2.90	\$565.50

Seidman, Emily	195.00	1.60	\$312.00
Total		339.90	\$153,725.00

COMPENSATION SUMMARY BY PROJECT CATEGORY


Project Category	Total Hours for the Period 11/1/04 through 11/30/04	Total Fees for the Period 11/1/04 through 11/30/04
Case Administration	23.60	\$6,442.00
Creditor Committee	22.30	\$11,237.00
Bankruptcy Motions	82.90	\$35,374.00
Reorganization Plan	56.10	\$26,346.50
Fee Applications, Applicant	3.90	\$1,150.50
Claim Analysis Objection (Asbestos)	124.60	\$61,107.50
Hearings	9.00	\$5,265.00
Tax Issues	15.00	\$5,565.00
Travel/Non Working	2.50	\$1,237.50
Total	339.90	\$153,725.00

EXPENSE SUMMARY

Expense Category	Total Expenses For the Period 11/1/04 through 11/30/04
Velobindings	\$112.50
Photocopying	\$1,932.00
Research Services	\$28.00
Document Prep.	\$128.00
Long-Distance Tel.	\$68.89
Westlaw On-Line Research	\$100.38
Lexis/Nexis On-Line Research	\$745.58
Messenger/Courier	\$85.43
Legal Search Fees	\$52.14
Cab Fares	\$380.20
Meals	\$170.53
Out-of-town Travel	\$433.14
Total	\$4,236.79

KRAMER LEVIN NAFTALIS & FRANKEL LLP

By: _____


 Gary M. Becker
 919 Third Avenue
 New York, New York 10022
 (212) 715-9100

Counsel to the Official Committee of
 Equity Holders

Dated: December 22, 2004

CASE ADMINISTRATION

<u>ATTORNEY</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>HOURLY RATE</u>	<u>AMOUNT</u>
NADLER, ELLEN R.	LITI	1.70	630.00	1,071.00
BECKER, GARY M.	CRED	1.10	495.00	544.50
NOVOD, GORDON	CRED	1.30	390.00	507.00
DIMOS, BILL	CRED	9.40	250.00	2,350.00
<u>PARAPROFESSIONALS</u>				
MANGUAL, KATHLEEN	CRED	9.30	195.00	1,813.50
SHEA, JAMES	CRED	0.80	195.00	156.00
Subtotal		<u>23.60</u>	\$	<u>6,442.00</u>

CREDITOR COMMITTEE

<u>ATTORNEY</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>HOURLY RATE</u>	<u>AMOUNT</u>
BENTLEY, PHILIP	CRED	2.00	565.00	1,130.00
MAYER, THOMAS MOERS	CRED	0.30	690.00	207.00
BECKER, GARY M.	CRED	20.00	495.00	9,900.00
Subtotal		<u>22.30</u>	\$	<u>11,237.00</u>

BANKR. MOTIONS

<u>ATTORNEY</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>HOURLY RATE</u>	<u>AMOUNT</u>
BENTLEY, PHILIP	CRED	6.40	565.00	3,616.00
MAYER, THOMAS MOERS	CRED	4.00	690.00	2,760.00
HERZOG, BARRY	TAX	11.50	525.00	6,037.50
BECKER, GARY M.	CRED	11.10	495.00	5,494.50
NOVOD, GORDON	CRED	38.40	390.00	14,976.00
SEGAL, AMANDA J	CRED	4.50	250.00	1,125.00
<u>PARAPROFESSIONALS</u>				
MANGUAL, KATHLEEN	CRED	4.80	195.00	936.00
SHEA, JAMES	CRED	0.60	195.00	117.00
SEIDMAN, EMILY	CRED	1.60	195.00	312.00
Subtotal		<u>82.90</u>	\$	<u>35,374.00</u>

REORGANIZATION PLAN

<u>ATTORNEY</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>HOURLY RATE</u>	<u>AMOUNT</u>
BENTLEY, PHILIP	CRED	12.90	565.00	7,288.50
MAYER, THOMAS MOERS	CRED	4.20	690.00	2,898.00
BECKER, GARY M.	CRED	11.30	495.00	5,593.50
RIGEL, BLAKE	TAX	21.50	425.00	9,137.50
DIMOS, BILL	CRED	2.40	250.00	600.00
KOEVARY, JONATHAN T	CRED	1.60	250.00	400.00
<u>PARAPROFESSIONALS</u>				
MANGUAL, KATHLEEN	CRED	2.20	195.00	429.00
	Subtotal	56.10		\$ 26,346.50

FEE APPLICATIONS, APPLICANT

<u>ATTORNEY</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>HOURLY RATE</u>	<u>AMOUNT</u>
BECKER, GARY M.	CRED	1.30	495.00	643.50
<u>PARAPROFESSIONALS</u>				
MANGUAL, KATHLEEN	CRED	2.60	195.00	507.00
	Subtotal	3.90		\$ 1,150.50

CLAIM ANALYSIS OBJECTION & RESOLUTION(ASBESTOS)

<u>ATTORNEY</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>HOURLY RATE</u>	<u>AMOUNT</u>
NADLER, ELLEN R.	LITI	25.10	630.00	15,813.00
BENTLEY, PHILIP	CRED	23.70	565.00	13,390.50
HOROWITZ, GREGORY A.	LITI	22.00	525.00	11,550.00
BECKER, GARY M.	CRED	22.70	495.00	11,236.50
CATON, AMY	CRED	5.90	475.00	2,802.50
NOVOD, GORDON	CRED	2.70	390.00	1,053.00
KOEVARY, JONATHAN T	CRED	15.90	250.00	3,975.00
<u>PARAPROFESSIONALS</u>				
MANGUAL, KATHLEEN	CRED	5.10	195.00	994.50
SHEA, JAMES	CRED	1.50	195.00	292.50
	Subtotal	124.60		\$ 61,107.50

Case 01-01169-AMC Document 152-1 Filed 11/04/04 Page 9 of 29
SCHEDULE OF TIME CHARGES AND RATES
FOR THE PERIOD NOVEMBER 1, 2004 THROUGH NOVEMBER 30, 2004

HEARINGS

<u>ATTORNEY</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>HOURLY RATE</u>	<u>AMOUNT</u>
NADLER, ELLEN R.	LITI	6.00	630.00	3,780.00
BECKER, GARY M.	CRED	3.00	495.00	1,485.00
	Subtotal	<u>9.00</u>		\$ <u>5,265.00</u>

TAX ISSUES

<u>ATTORNEY</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>HOURLY RATE</u>	<u>AMOUNT</u>
HERZOG, BARRY	TAX	6.60	525.00	3,465.00
KOEVARY, JONATHAN T	CRED	8.40	250.00	2,100.00
	Subtotal	<u>15.00</u>		\$ <u>5,565.00</u>

TRAVEL\NON-WORKING

<u>ATTORNEY</u>	<u>DEPARTMENT</u>	<u>HOURS</u>	<u>HOURLY RATE</u>	<u>AMOUNT</u>
BECKER, GARY M.	CRED	2.50	247.50	1,237.50
	Subtotal	<u>2.50</u>		\$ <u>1,237.50</u>
	Total	<u>339.90</u>		\$ <u>153,725.00</u>

<u>ATTORNEY</u>	<u>TITLE</u>	<u>HOURS</u>	<u>HOURLY RATE</u>	<u>AMOUNT</u>
NADLER, ELLEN R.	PARTNER	32.80	630.00	20,664.00
BENTLEY, PHILIP	PARTNER	45.00	565.00	25,425.00
MAYER, THOMAS MOERS	PARTNER	8.50	690.00	5,865.00
HERZOG, BARRY	PARTNER	18.10	525.00	9,502.50
HOROWITZ, GREGORY A.	PARTNER	22.00	525.00	11,550.00
BECKER, GARY M.	SPEC COUNS	73.00	495.00	36,135.00
CATON, AMY	ASSOCIATE	5.90	475.00	2,802.50
RIGEL, BLAKE	ASSOCIATE	21.50	425.00	9,137.50
NOVOD, GORDON	ASSOCIATE	42.40	390.00	16,536.00
DIMOS, BILL	ASSOCIATE	11.80	250.00	2,950.00
KOEVARY, JONATHAN T	ASSOCIATE	25.90	250.00	6,475.00
SEGAL, AMANDA J	ASSOCIATE	4.50	250.00	1,125.00
MANGUAL, KATHLEEN	PARALEGAL	24.00	195.00	4,680.00
SHEA, JAMES	PARALEGAL	2.90	195.00	565.50
SEIDMAN, EMILY	PARALEGAL	<u>1.60</u>	195.00	<u>312.00</u>
	Total	<u>339.90</u>		<u>\$153,725.00</u>

<u>DISBURSEMENTS</u>	<u>AMOUNT</u>
VELOBINDINGS	112.50
PHOTOCOPYING	1,932.00
RESEARCH SERVICES	28.00
DOCUMENT PREP.	128.00
LONG-DISTANCE TEL.	68.89
WESTLAW ON - LINE RESEARCH	100.38
LEXIS/NEXIS ON-LINE RESEARCH	745.58
MESSENGER SERVICE	85.43
LEGAL SEARCH FEES	52.14
CAB FARES	380.20
MEALS	170.53
OUT-OF-TOWN TRAVEL	<u>433.14</u>
Subtotal	<u>\$4,236.79</u>

Case 1:19-cv-01001 Document 1-1 Filed 07/25/19 Page 1 of 1

DISBURSEMENTS

AMOUNT

PHOTOCOPYING

1,030.40

MEALS

14.21

Subtotal

\$1,044.61

alp_132c: Client Summary

KRAMER LEVIN NAFTALIS & FRANKEL LLP
PRIVILEGED AND CONFIDENTIAL

PAGE 1

Run Date & Time: 12/14/2004 13:22:27

Client No: 056772

Client Name: W.R. GRACE & CO. EQUITY COMMITTEE

Special Billing Instructions: reduce tele. 1.00/photo. 0.15/w/o manu. services

PRE-BILLING SUMMARY REPORT

UNBILLED TIME FROM: 01/01/1901
UNBILLED DISB FROM: 01/01/1901TO: 11/30/2004
TO: 11/30/2004

FEES

GROSS BILLABLE AMOUNT:

153,725.00

AMOUNT WRITTEN DOWN:

4,236.79

PREMIUM:

ON ACCOUNT BILLED:
DEDUCTED FROM PAID RETAINER:

AMOUNT BILLED:

THRU DATE:

11/30/2004

11/30/2004

CLOSE MATTER/FINAL BILLING?
EXPECTED DATE OF COLLECTION:

YES OR NO

BILLING PARTNER APPROVAL:

BILLING COMMENTS:

WRITE OFF APPROVAL (necessary for write downs over \$2,000.00)

ACCOUNTS RECEIVABLE TOTALS

UNAPPLIED CASH

FEES: 333,402.00
DISBURSEMENTS: 12,449.22
FEE RETAINER: 0.00
DISB RETAINER: 0.00
TOTAL OUTSTANDING: 361,453.40UNIDENTIFIED RECEIPTS: 0.00
PAID FEE RETAINER: 0.00
PAID DISB RETAINER: 0.00
TOTAL AVAILABLE FUNDS: 0.00
TRUST BALANCE:

BILLING HISTORY

DATE OF LAST BILL: 11/22/04
LAST BILL NUMBER: 400444

LAST PAYMENT DATE: 11/16/04

ACTUAL FEES BILLED TO DATE: 920,079.50
ON ACCOUNT FEES BILLED TO DATE: 0.00

TOTAL FEES BILLED TO DATE: 920,079.50

LAST BILL THRU DATE: 10/31/04

FEES WRITTEN OFF TO DATE: 582,277.68

FOR ACCTG USE ONLY:

Write Down/Up Reason Codes:

- (1) Exceeded Fixed Fee
- (2) Late Time & Costs Posted
- (3) Pre-arranged Discount

- (4) Excessive Legal Time
- (5) Business Development
- (6) Summer Associate
- (7) Fixed Fee
- (8) Premium
- (9) Rounding

- (10) Client Arrangement

BILL NUMBER: _____ DATE OF BILL: _____ Processed by: _____

FRC: _____

CRC: _____

Run Date & Time: 12/14/2004 13:22:38

Client No: 056772

Client Name : W.R. GRACE & CO. EQUITY COMMITTEE

U N B I L L E D T I M E S U M M A R Y		Total Unbilled				
Emp Id	Employee Name	Group	Oldest	Latest	Hours	Amount
00720	NADLER, ELLEN R.	PARTNER	11/01/04	11/30/04	32.80	20,664.00
02495	BENTLEY, PHILIP	PARTNER	11/01/04	11/30/04	45.00	25,425.00
03976	MAYER, THOMAS MOERS	PARTNER	11/02/04	11/30/04	8.50	5,865.00
06366	HERZOG, BARRY	PARTNER	11/01/04	11/30/04	18.10	9,502.50
07850	HOROWITZ, GREGORY A.	PARTNER	11/04/04	11/30/04	22.00	11,550.00
05292	BECKER, GARY M.	SPEC COUNSEL	11/01/04	11/30/04	73.00	36,135.00
04418	CATON, AMY	ASSOCIATE	11/01/04	11/05/04	5.90	2,802.50
05327	RIGEL, BLAKE	ASSOCIATE	11/02/04	11/30/04	21.50	9,137.50
05338	NOYOD, GORDON	ASSOCIATE	11/02/04	11/30/04	42.40	16,536.00
06208	DIMOS, BILL	ASSOCIATE	11/02/04	11/30/04	11.80	2,950.00
06228	KOEVARY, JONATHAN T	ASSOCIATE	11/01/04	11/30/04	25.90	6,475.00
06230	SEGAL, AMANDA J	ASSOCIATE	11/08/04	11/08/04	4.50	1,125.00
PARAPROFESSIONALS						
05208	MANGUAL, KATHLEEN	PARALEGAL	11/01/04	11/22/04	24.00	4,680.00
06091	SHEA, JAMES	PARALEGAL	11/02/04	11/12/04	2.90	565.50
06110	SEIDMAN, EMILY	PARALEGAL	11/30/04	11/30/04	1.60	312.00
Total:					339.90	153,725.00

U N B I L L E D C O S T S S U M M A R Y		Oldest		Latest		Total Unbilled	
Code	Description	Entry	Entry	Entry	Amount		
0816	VELOBINDINGS	11/15/04	11/15/04		112.50		
0820	PHOTOCOPIING	11/01/04	11/30/04		1,932.00		
0841	RESEARCH SERVICES	11/10/04	11/15/04		28.00		
0842	DOCUMENT PREP.	11/04/04	11/12/04		128.00		
0885	LONG-DISTANCE TEL.	11/08/04	11/29/04		11.80		
0910	LONG DIST. TELE.	10/22/04	10/22/04		57.09		
0917	WESTLAW ON - LINE RESEARCH	11/07/04	11/12/04		100.38		
0921	LEXIS / NEXIS ON -LINE RESEAR	11/08/04	11/15/04		745.58		
0930	MESSENGER/COURIER	11/30/04	11/30/04		85.43		
0935	LEGAL SEARCH FEES	10/31/04	10/31/04		52.14		
0940	CAB FARES	10/18/04	11/24/04		380.20		
0942	MEALS/IN-HOUSE	11/04/04	11/16/04		88.00		
0943	IN-HOUSE/MEALS	11/10/04	11/24/04		62.53		
0950	OUT-OF-TOWN TRAVEL	11/24/04	11/24/04		433.14		
0951	MEALS/T & E	11/22/04	11/22/04		20.00		
Total						4,236.79	
Grand Total						157,961.79	

alp_132c: Client Summary

KRAMER LEVIN NAFTALIS & FRANKEL LLP
PRIVILEGED AND CONFIDENTIAL

PAGE 3

Run Date & Time: 12/14/2004 13:22:38

Client No: 056772

Client Name : W.R. GRACE & CO. EQUITY COMMITTEE

B I L L I N G & P A Y M E N T H I S T O R Y (Reflects Payments As of 12/14/04 13:22:38)		B I L L I N G & P A Y M E N T H I S T O R Y (Reflects Payments As of 12/14/04 13:22:38)		B I L L I N G & P A Y M E N T H I S T O R Y (Reflects Payments As of 12/14/04 13:22:38)	
Bill Date Thru Date Bill#	Fee & OA	Disbursement	Applied From OA	Total Collections	Balance Due
Bill Date Thru Date Bill#	Fee & OA	Disbursement	Applied From OA	Total Collections	Balance Due
YEAR 2001	136,341.00	15,690.88		152,031.88	
YEAR 2002	259,919.32	22,173.41		282,092.73	
01/31/03 12/31/02	364671	9,252.50	733.32	9,985.82	03/25/03
02/20/03 01/31/03	365684	9,461.50	927.47	10,388.97	04/11/03
03/19/03 02/28/03	367178	12,641.00	240.08	12,881.08	10/23/03
04/29/03 03/31/03	369330	26,969.00	452.38	27,421.38	10/23/03
05/16/03 04/30/03	370445	7,508.50	668.12	8,176.62	12/26/03
06/17/03 05/31/03	371897	9,243.50	107.57	9,351.07	12/26/03
07/24/03 06/30/03	373811	9,790.00	137.09	9,927.09	12/26/03
08/31/03 07/31/03	375389	7,840.00	27.75	7,867.75	
09/30/03 08/31/03	376733	9,815.50	130.93	9,946.43	05/10/04
11/14/03 09/30/03	379590	14,930.00	227.75	15,157.75	12/26/03
11/30/03 10/31/03	380293	13,134.00	174.04	13,308.04	07/02/04
12/31/03 11/30/03	381784	13,331.00	273.00	13,604.00	02/27/04
01/29/04 12/31/03	382765	17,595.00	1,599.14	19,194.14	07/02/04
02/25/04 01/31/04	384579	8,979.00	436.47	9,415.47	04/13/04
04/30/04 02/29/04	388529	7,701.50	545.85	8,247.35	10/18/04
05/27/04 04/30/04	390208	12,436.50	469.11	12,905.61	10/18/04
06/29/04 05/31/04	391227	14,237.00	389.30		
07/31/04 06/30/04	392045	10,840.00	1,279.24	9,951.24	10/18/04
08/23/04 06/30/04	394084	22,954.50	148.22	18,709.82	11/16/04
09/29/04 07/31/04	396338	13,523.50	33.62	10,852.02	11/16/04
10/28/04 08/31/04	398416	9,543.50	125.25		
10/31/04 09/30/04	398942	24,483.00	836.33		
11/22/04 10/31/04	400444	122,147.50	6,861.55		
12/14/04 10/31/04	401557	153,725.00	4,236.79		
Total:	958,342.82	58,924.66		671,416.26	345,851.22

alp_132r: Matter Detail

KRAMER LEVIN NAFTALIS & FRANKEL LLP
PRIVILEGED AND CONFIDENTIAL

PAGE 1

Run Date & Time: 12/14/2004 13:22:22

Matter No: 056772-00001
Client Name : W.R. GRACE & CO. EQUITY COMMITTEE
Matter Name : CASE ADMINISTRATION
Matter Opened : 07/27/2001Orig Firm : CRED. RGTS - 06975
Bill Firm : BENTLEY PHILIP - 02495
Supv Firm : MAYER THOMAS MOERS - 03976Proforma Number: 1879796
Bill Frequency: M
Status : ACTIVE

Special Billing Instructions: reduce tele. 1.00/photo. 0.15/w/o manu. services

PRE-BILLING SUMMARY REPORT

UNBILLED TIME FROM: 11/01/2004
UNBILLED DISB FROM: 10/18/2004TO: 11/30/2004
TO: 11/30/2004

FEES

6,442.00

COSTS

2,303.09

GROSS BILLABLE AMOUNT:
AMOUNT WRITTEN DOWN:
PREMIUM:ON ACCOUNT BILLED:
DEDUCTED FROM PAID RETAINER:

AMOUNT BILLED:

THRU DATE:

CLOSE MATTER/FINAL BILLING?
EXPECTED DATE OF COLLECTION:

11/30/2004

11/30/2004

YES OR NO

BILLING PARTNER APPROVAL:

BENTLEY PHILIP - 02495

WRITE OFF APPROVAL (necessary for write downs over \$2,000.00)

BILLING COMMENTS:

ACCOUNTS RECEIVABLE TOTALS

UNAPPLIED CASH

FEES:
DISBURSEMENTS:
FEE RETAINER:
DISB RETAINER:
TOTAL OUTSTANDING:16,294.50
7,432.30
0.00
0.00
23,726.80UNIDENTIFIED RECEIPTS:
PAID FEE RETAINER:
PAID DISB RETAINER:
TOTAL AVAILABLE FUNDS:0.00
0.00
0.00
0.00

TRUST BALANCE:

BILLING HISTORY

DATE OF LAST BILL:
LAST BILL NUMBER:12/14/04
401557
ON ACCOUNT FEES BILLED TO DATE:11/16/04
227,963.00
0.00

LAST BILL THRU DATE:

TOTAL FEES BILLED TO DATE: 227,963.00
FEES WRITTEN OFF TO DATE: 72,611.50

FOR ACCTG USE ONLY:

Write Down/Up Reason Codes:

(1) Exceeded Fixed Fee
(2) Late Time & Costs Posted
(3) Pre-arranged Discount(4) Excessive Legal Time
(5) Business Development
(6) Summer Associate
(7) Fixed Fee
(8) Premium
(9) Rounding

(10) Client Arrangement

BILL NUMBER:

DATE OF BILL:

Processed by:

FRC:

CRC:

a1p_132r: Matter Detail

KRAMER LEVIN NAFTALIS & FRANKEL LLP
PRIVILEGED AND CONFIDENTIAL

PAGE 2

Run Date & Time: 12/14/2004 13:22:22

Matter No: 056772-00001
Client Name : W.R. GRACE & CO. EQUITY COMMITTEE
Matter Name : CASE ADMINISTRATION
Matter Opened : 07/27/2001Orig Print : CRED. RGTS - 06975
Bill Print : BENTLEY PHILIP - 02495
Supv Print : MAYER THOMAS MOERS - 03976Proforma Number: 1879796
Bill Frequency: M
Status : ACTIVE

U N B I L L E D T I M E S U M M A R Y	Group	Oldest	Latest	Total Unbilled	Hours	Amount
00720 NADLER, ELLEN R.	LITL	11/12/04	11/30/04	1.70	1,071.00	
05292 BECKER, GARY M.	CRED	11/01/04	11/22/04	1.10	544.50	
05338 NOVOD, GORDON	CRED	11/02/04	11/02/04	1.30	507.00	
06208 DIMOS, BILL	CRED	11/02/04	11/30/04	9.40	2,350.00	
05208 MANDUAL, KATHLEEN	CRED	11/11/04	11/16/04	9.30	1,813.50	
06091 SHEA, JAMES	CRED	11/02/04	11/02/04	0.80	156.00	
Total:				23.60	6,442.00	

Sub-Total Hours :	1.70 Partners	1.10 Counsels	10.70 Associates	10.10 Legal Assts	0.00 Others
U N B I L L E D C O S T S S U M M A R Y					

Code	Description	Oldest Entry	Latest Entry	Total Unbilled	Total Amount
0816	VELOBINDINGS	11/15/04	11/15/04	112.50	
0820	PHOTOCOPIING	11/01/04	11/24/04	1,813.20	
0841	RESEARCH SERVICES	11/15/04	11/15/04	14.00	
0842	DOCUMENT PREP.	11/04/04	11/04/04	12.00	
0885	LONG-DISTANCE TEL.	11/15/04	11/15/04	1.77	
0917	WESTLAW ON - LINE RESEARCH	11/07/04	11/12/04	52.27	
0930	MESSINGER/COORIER	11/30/04	11/30/04	85.43	
0935	LEGAL SEARCH FEES	10/31/04	10/31/04	52.14	
0940	CAB FARES	10/18/04	11/24/04	148.32	
0943	IN-HOUSE/MEALS	11/10/04	11/10/04	11.46	
Total				2,303.09	

Grand Total

8,745.09

B I L L I N G & P A Y M E N T H I S T O R Y (Reflects Payments As of 12/14/04 13:22:22)

Bill Date Thru Date Bill#	Fee & OA	Billed	Disbursement	Applied From OA	Collections Total	Balance Due
YEAR 2001						
01/31/03 12/31/02	364671	71,036.50	8,160.18		79,196.68	
02/20/03 01/31/03	365684	63,892.50	13,613.26		77,505.76	
03/19/03 02/28/03	367178	6,081.00	733.32		6,814.32	
04/29/03 03/31/03	369330	2,264.50	904.37		3,168.87	
05/16/03 04/30/03	370445	1,726.50	175.30		1,901.80	
06/17/03 05/31/03	371897	4,200.00	435.90		4,635.90	
07/24/03 06/30/03	373811	4,021.00	627.57		4,648.57	
		3,418.50	105.57		3,524.07	
		2,578.50	135.30		2,713.80	

alp_132r: Matter Detail

KRAMER LEVIN NATALIS & FRANKEL LLP
PRIVILEGED AND CONFIDENTIAL

PAGE 3

Run Date & Time: 12/14/2004 13:22:22

Matter No: 056772-00001

Client Name : W.R. GRACE & CO. EQUITY COMMITTEE
Matter Name : CASE ADMINISTRATION

Matter Opened : 07/27/2001

Orig Ptnr : CRED. RGTS - 06975
Bill Ptnr : BENTLEY PHILIP - 02495
Supv Ptnr : MAYER THOMAS MOERS - 03976Proforma Number: 1879796
Bill Frequency: M

Status : ACTIVE

B I L L I N G & P A Y M E N T H I S T O R Y (Reflects Payments As of 12/14/04 13:22:22)

Bill Date	Thru Date	Bill#	Billed		Applied		Collections		Balance
			Fee & OA	Disbursement	From OA	Total	Date	Due	
08/31/03	07/31/03	375389	3,533.50	13.06		3,546.56	11/28/03		
09/30/03	08/31/03	376733	3,660.00	89.89		3,749.89	12/08/03		
11/14/03	09/30/03	379590	3,721.50	225.75		3,947.25	12/26/03		
11/30/03	10/31/03	380293	3,546.00	155.04		3,701.04	02/27/04		
12/31/03	11/30/03	381784	3,986.00	48.00		4,034.00	02/27/04		
01/29/04	12/31/03	382765	6,246.50	1,364.34		7,610.84	02/27/04		
02/25/04	01/31/04	384579	4,124.00	436.47		4,560.47	04/13/04		
04/30/04	02/29/04	388529	2,552.50	43.85		2,596.35	06/29/04		
05/27/04	04/30/04	390208	2,589.00	114.15		2,703.15	08/03/04		
06/29/04	05/31/04	391727	2,331.00	13.05		2,344.05			
07/31/04	06/30/04	392045	3,114.00	87.30		3,201.30	10/18/04		
08/23/04	06/30/04	394084	3,718.50	125.39		3,843.89	11/16/04		
09/29/04	07/31/04	396938	2,463.00	19.50		2,482.50	11/16/04		
10/28/04	08/31/04	398416	2,071.50	120.88		2,192.38			
10/31/04	09/30/04	398942	2,105.50	40.13		2,145.63			
11/22/04	10/31/04	400444	3,344.50	4,955.15		8,299.65			
12/14/04	10/31/04	401557	6,442.00	2,303.09		8,745.09			
Total:			218,768.00	35,045.81		230,087.01			23,726.80

alp_132r: Matter Detail

KRAMER LEVIN NAFTALIS & FRANKEL LLP
PRIVILEGED AND CONFIDENTIAL

PAGE 4

Run Date & Time: 12/14/2004 13:22:22

Matter No: 056772-00001
Client Name : W.R. GRACE & CO. EQUITY COMMITTEE
Matter Name : CASE ADMINISTRATION
Matter Opened : 07/27/2001Orig Ptnr : CRED. RGTS - 06975
Bill Ptnr : BENTLEY PHILIP - 02495
Supv Ptnr : MAYER THOMAS MOERS - 03976Proforma Number: 1879796
Bill Frequency: M

Status : ACTIVE

UNBILLED TIME DETAIL

Employee Name	Work Date	Description	Hours	Amount	Index#	Batch Date
BECKER, GARY M.	11/01/04	Review various new pleadings and orders.	0.40	198.00	5393894	11/11/04
NOVOD, GORDON	11/02/04	Conference call re tax issues with Gary Becker, T. Mayer. (1.3).	1.30	507.00	5388949	11/05/04
DIMOS, BILL	11/02/04	Read through notices/orders received and emailed update to Gary Becker.	1.00	250.00	5389282	11/08/04
SHEA, JAMES	11/02/04	Prepare file of documents re: expert retention for GB (0.8)	0.80	156.00	5403064	11/16/04
DIMOS, BILL	11/03/04	Read through Court notices and summarized for Gary Becker.	1.20	300.00	5389283	11/08/04
BECKER, GARY M.	11/08/04	Review agenda for 11/15 hearing (0.2).	0.20	99.00	5393893	11/11/04
DIMOS, BILL	11/08/04	more summaries of WR Grace docs. served on us	0.60	150.00	5396876	11/14/04
DIMOS, BILL	11/09/04	Read through WR Grace mail and sent summary to Gary Becker.	0.70	175.00	5396875	11/14/04
MANGUAL, KATHLEEN	11/11/04	organization of pleadings and correspondence (1.5)	5.10	994.50	5428327	12/01/04
DIMOS, BILL	11/12/04	Reviewed WR Grace pleadings and motions papers; gave a summary to Gary Becker	0.60	150.00	5396874	11/14/04
NADLER, ELLEN R.	11/12/04	Email to Bentley and conf. Bentley re: 11/15 hearing (1.50); reviewed memos re: latest possible POR (1.30).	0.80	504.00	5397767	11/15/04
NADLER, ELLEN R.	11/15/04	Teleconf. PB re: omnibus hearing and other items (1.50)	0.50	315.00	5406351	11/17/04
DIMOS, BILL	11/15/04	Read through court docs/pleadings	0.50	125.00	5409806	11/19/04
MANGUAL, KATHLEEN	11/15/04	retrieval of numerous pleadings per PB; organization and distribution of such; pdf and email various pleadings to PB; several disc/w PB (2.6)	2.60	507.00	5412598	11/23/04
MANGUAL, KATHLEEN	11/16/04	Review Grace docket; retrieval of pleadings per PB (1.80); review files for depo; contact Kirkland (1.80)	1.60	312.00	5412601	11/23/04
DIMOS, BILL	11/18/04	Read through today's delivery of pleadings re: WR Grace	1.10	275.00	5409804	11/19/04
DIMOS, BILL	11/19/04	Read through today's delivery of court docs. and pleadings.	1.50	375.00	5409803	11/19/04
BECKER, GARY M.	11/19/04	Attention to Grace press release re CEO	0.10	49.50	5411959	11/22/04
BECKER, GARY M.	11/22/04	Review new pleadings and orders.	0.40	198.00	5426873	12/01/04
DIMOS, BILL	11/24/04	WR Grace--read through all docs/motions/pleadings served & delivered in the past two days.	1.40	350.00	5422180	11/30/04
DIMOS, BILL	11/30/04	Read through docs served and summarized/flagged may relevant docs for Gary Becker.	0.80	200.00	5423493	12/01/04

alp_132r: Matter Detail

KRAMER LEVIN NAFTALIS & FRANKEL LLP
PRIVILEGED AND CONFIDENTIAL

PAGE 5

Run Date & Time: 12/14/2004 13:22:23

Matter No: 056772-00001

Client Name : W.R. GRACE & CO. EQUITY COMMITTEE

Matter Name : CASE ADMINISTRATION

Matter Opened : 07/27/2001

Orig Ptnr : CRED. RGTS - 06975

Bill Ptnr : BENTLEY PHILIP - 02495

Supv Ptnr : MAYER THOMAS MOERS - 03976

Proforma Number: 1879796

Bill Frequency: M

Status : ACTIVE

UNBILLED TIME DETAIL

Description

Hours

Amount

Index#

Batch Date

NADLER, ELLEN R.

11/30/04

Review PB email and 8K re: potential indictment
and email to team re: same and re: objection
deadline for Lexecon retention (.40)x

0.40

252.00

5423806 12/01/04

Fee Total

23.60

6,442.00

Fee Total

23.60

6,442.00

UNBILLED COSTS DETAIL

Employee

Date

Amount

Index#

Batch No

Batch Date

VELOBINDINGS

0816

VELOBINDINGS

Elias Rosa

MANGUAL, K M

11/15/04

112.50

6777228 137368

11/19/04

0816 VELOBINDINGS Total :

112.50

PHOTOCOPYING

0820

PHOTOCOPYING

MANGUAL, K M

11/01/04

1.50

6757781 136705

11/04/04

PHOTOCOPYING

MANGUAL, K M

11/01/04

15.30

6757782 136705

11/04/04

PHOTOCOPYING

MANGUAL, K M

11/05/04

126.30

6762487 136823

11/09/04

PHOTOCOPYING

MANGUAL, K M

11/15/04

57.75

6773031 137223

11/16/04

PHOTOCOPYING

MANGUAL, K M

11/15/04

705.30

6773032 137223

11/16/04

PHOTOCOPYING

MANGUAL, K M

11/15/04

128.70

6773033 137223

11/16/04

PHOTOCOPYING

MANGUAL, K M

11/15/04

59.25

6773034 137223

11/16/04

PHOTOCOPYING

MANGUAL, K M

11/15/04

14.55

6773035 137223

11/16/04

PHOTOCOPYING

MANGUAL, K M

11/15/04

300.60

6773036 137223

11/16/04

PHOTOCOPYING

MANGUAL, K M

11/15/04

305.55

6777628 137391

11/22/04

PHOTOCOPYING

MANGUAL, K M

11/18/04

5.70

6777629 137391

11/22/04

PHOTOCOPYING

SHEA, J S

11/23/04

35.55

6781242 137527

11/24/04

alp_132r: Matter Detail

KRAMER LEVIN NAFTALIS & FRANKEL LLP
PRIVILEGED AND CONFIDENTIAL

PAGE 6

Run Date & Time: 12/14/2004 13:22:23

Matter No: 056772-00001
Client Name : W.R. GRACE & CO. EQUITY COMMITTEE
Matter Name : CASE ADMINISTRATION
Matter Opened : 07/27/2001Orig Print : CRED. RGTS - 06975
Bill Print : BENTLEY PHILIP - 02495
Supv Print : MAYER THOMAS MOERS - 03976Proforma Number: 1879796
Bill Frequency: M

Status : ACTIVE

UNBILLED COSTS DETAIL

Description/Code Employee Date Amount Index# Batch No Batch Date

PHOTOCOPYING
NADLER ELLEN R. 0820 PHOTOCOPYING Total : 1,813.20
NADLER, E R 11/24/04 57.15 6782292 137537 11/29/04RESEARCH SERVICES 0841
RESEARCH SERVICES 11/15/2004
BOYLE, B B 11/15/04 14.00 6772812 137214 11/16/04
0841 RESEARCH SERVICES Total : 14.00DOCUMENT PREP. 0842
DOCUMENT PREP. 11/04/2004
KOSCAL, T M 11/04/04 12.00 6774404 137260 11/17/04
0842 DOCUMENT PREP. Total : 12.00LONG-DISTANCE TEL. 0885
LONG-DISTANCE TEL. 3123220276
LONG-DISTANCE TEL. 3123220206
BENTLEY, P 11/15/04 0.59 6773527 137224 11/16/04
BENTLEY, P 11/15/04 1.18 6773528 137224 11/16/04
0885 LONG-DISTANCE TEL. Total : 1.77WESTLAW ON - LINE RE 0917
WESTLAW ON - LINE RE
WESTLAW ON - LINE RE
WESTLAW ON - LINE RE
NOVOD, G N 11/07/04 32.82 6789595 137701 12/01/04
KOEVARAY, J T 11/12/04 10.63 6789596 137701 12/01/04
KOEVARAY, J T 11/12/04 8.82 6789597 137701 12/01/04
0917 WESTLAW ON - LINE RE Total : 52.27MESSENGER/COURIER 0930
FEDERAL EXPRESS CORPORAT
CORPORATION
CORPORATION
FEDERAL EXPRESS CORPORAT
MESSENGER/COURIER - VENDOR-FEDERAL EXPRESS
CORPORATION
BENTLEY, P 11/30/04 29.58 6790644 137689 12/01/04
MANGUAL, K M 11/30/04 55.85 6790645 137689 12/01/04
0930 MESSENGER/COURIER Total : 85.43LEGAL SEARCH FEES 0935
GLOBAL SECURITIES INFORM
LEGAL SEARCH FEES - VENDOR-GLOBAL SECURITIES
INFORMATION, INC.
GLOBAL SECURITIES INFORM
LEGAL SEARCH FEES - VENDOR-GLOBAL SECURITIES
INFORMATION, INC.
PELLETIER, D 10/31/04 28.24 6784114 137554 11/29/04
PELLETIER, D 10/31/04 23.90 6784141 137554 11/29/04
0935 LEGAL SEARCH FEES Total : 52.14

alp_132r: Matter Detail

KRAMER LEVIN NAFTALIS & FRANKEL LLP
PRIVILEGED AND CONFIDENTIAL

PAGE 7

Run Date & Time: 12/14/2004 13:22:23

Matter No: 056772-00001

Client Name: W.R. GRACE & CO. EQUITY COMMITTEE

Matter Name: CASE ADMINISTRATION

Matter Opened: 07/27/2001

Orig Print: CRED. RGTS - 06975
Bill Print: BENTLEY PHILIP - 02495
Supv Print: MAYER THOMAS MOERS - 03976Proforma Number: 1879796
Bill Frequency: M

Status: ACTIVE

UNBILLED COSTS DETAIL

Description/Code

Employee

Date

Amount

Index#

Batch No

Batch Date

CAB FARES

0940

THE COMPANY CAR

BECKER, G M

10/18/04

58.14

6779321

137439

11/23/04

CAB FARES - VENDOR-THE COMPANY CAR

KOEVARAY, J T

10/21/04

51.00

6780614

137439

11/23/04

CAB FARES - VENDOR-AVK ENTERPRISES, INC.

MANGUAL, K M

11/01/04

34.68

6791981

137744

12/02/04

CAB FARES - VENDOR-DIAL CAR INC.

FRANKLIN, D

11/24/04

4.50

6780820

137512

11/24/04

CAB FARES - VENDOR-KRAMER LEVIN NAFTALIS & FRANKEL LLP

0940 CAB FARES Total:

148.32

IN-HOUSE/MEALS

0943

IN-HOUSE/MEALS

NOVOD, G N

11/10/04

11.46

6774886

137300

11/18/04

0943 IN-HOUSE/MEALS Total:

11.46

Costs Total:

2,303.09

alp_132r: Matter Detail

KRAMER LEVIN NAFTALIS & FRANKEL LLP
PRIVILEGED AND CONFIDENTIAL

PAGE 8

Run Date & Time: 12/14/2004 13:22:23

Matter No: 056772-00001
Client Name : W.R. GRACE & CO. EQUITY COMMITTEE
Matter Name : CASE ADMINISTRATION
Matter Opened : 07/27/2001Orig Ptnr : CRED. RGTS - 06975
Bill Ptnr : BENTLEY PHILIP - 02495
Supv Ptnr : MAYER THOMAS MOERS - 03976Profirma Number: 1879796
Bill Frequency: M

Status : ACTIVE

BILLING INSTRUCTIONS FOR UNBILLED TIME SUMMARY

Employee Name	Hours	Amount	Bill	W/o / W/u	Transfer To	Clt/Mr	Carry Forward
NADLER, ELLEN R.	1.70	1,071.00					
BECKER, GARY M.	1.10	544.50					
NOVOD, GORDON	1.30	507.00					
DIMOS, BILL	9.40	2,350.00					
MANGUAL, KATHLEEN	9.30	1,813.50					
SHEA, JAMES	0.80	156.00					
Total:	23.60	6,442.00					

BILLING INSTRUCTIONS FOR UNBILLED COSTS SUMMARY

Code Description	Amount	Bill	W/o / W/u	Transfer To	Clt/Mr	Carry Forward
0816 VELOBINDINGS	112.50					
0820 PHOTOCOPYING	1,813.20					
0841 RESEARCH SERVICES	14.00					
0842 DOCUMENT PREP.	12.00					
0885 LONG-DISTANCE TEL.	1.77					
0917 WESTLAW ON - LINE RESEARC	52.27					
0930 MESSENGER/COURIER	85.43					
0935 LEGAL SEARCH FEES	52.14					
0940 CAB FARES	148.32					
0943 IN-HOUSE/MEALS	11.46					

Costs Total : 2,303.09

alp_132r: Matter Detail

KRAMER LEVIN NAFTALIS & FRANKEL LLP
PRIVILEGED AND CONFIDENTIAL

PAGE 9

Run Date & Time: 12/14/2004 13:22:23

Matter No: 056772-00002
Client Name : W.R. GRACE & CO. EQUITY COMMITTEE
Matter Name : CREDITOR COMMITTEE
Matter Opened : 07/27/2001Orig Printur : CRD. RGTS - 06975
Bill Printur : BENTLEY PHILIP - 02495
Supv Printur : MAYRER THOMAS MORRIS - 03976Proforma Number: 1879796
Bill Frequency: M

Status : ACTIVE

Special Billing Instructions:

PRE-BILLING SUMMARY REPORT

UNBILLED TIME FROM: 11/01/2004 TO: 11/30/2004
UNBILLED DISB FROM: 10/22/2004 TO: 11/30/2004

FEES COSTS

GROSS BILLABLE AMOUNT: 11,237.00

77.94

AMOUNT WRITTEN DOWN:

PREMIUM:

ON ACCOUNT BILLED:

DEDUCTED FROM PAID RETAINER:

AMOUNT BILLED:

THRU DATE:

CLOSE MATTER/FINAL BILLING?

EXPECTED DATE OF COLLECTION:

YES OR NO 11/30/2004 11/30/2004

BILLING PARTNER APPROVAL:

BENTLEY PHILIP - 02495

WRITE OFF APPROVAL (necessary for write downs over \$2,000.00)

BILLING COMMENTS:

ACCOUNTS RECEIVABLE TOTALS

UNAPPLIED CASH

FEES: 48,935.00

DISBURSEMENTS:

FEE RETAINER:

DISB RETAINER:

TOTAL OUTSTANDING:

UNIDENTIFIED RECEIPTS:

PAID FEE RETAINER:

PAID DISB RETAINER:

TOTAL AVAILABLE FUNDS:

TRUST BALANCE:

BILLING HISTORY

DATE OF LAST BILL:

12/14/04

LAST PAYMENT DATE:

11/16/04

LAST BILL NUMBER:

401557

ACTUAL FEES BILLED TO DATE:

136,558.00

ON ACCOUNT FEES BILLED TO DATE:

0.00

TOTAL FEES BILLED TO DATE:

136,558.00

FEES WRITTEN OFF TO DATE:

10,330.50

LAST BILL THRU DATE:

FOR ACCTG USE ONLY:

Write Down/Up Reason Codes:

(1) Exceeded Fixed Fee
(2) Late Time & Costs Posted
(3) Pre-arranged Discount(4) Excessive Legal Time
(5) Business Development
(6) Summer Associate
(7) Fixed Fee
(8) Premium
(9) Rounding

(10) Client Arrangement

BILL NUMBER: DATE OF BILL:

Processed by:

FRC:

CRC:

alp_132r: Matter Detail

KRAMER LEVIN NAFTALIS & FRANKEL LLP
PRIVILEGED AND CONFIDENTIAL

PAGE 10

Run Date & Time: 12/14/2004 13:22:23

Matter No: 056772-00002

Client Name : W.R. GRACE & CO. EQUITY COMMITTEE

Matter Name : CREDITOR COMMITTEE

Matter Opened : 07/27/2001

Orig Printr : CRED. RGTS - 06975
Bill Printr : BENTLEY PHILIP - 02495
Supv Printr : MAYER THOMAS MOERS - 03976Proforma Number: 1879796
Bill Frequency: M

Status : ACTIVE

UNBILLED TIME SUMMARY
Emp Id Employee Name Group Oldest Latest Total Unbilled Hours Amount

02495	BENTLEY, PHILIP	CRED	11/01/04	11/30/04	2.00	1,130.00
03976	MAYER, THOMAS MOERS	CRED	11/08/04	11/08/04	0.30	207.00
05292	BECKER, GARY M.	CRED	11/01/04	11/30/04	20.00	9,900.00
Total:					22.30	11,237.00

Sub-Total Hours : 2.30 Partners 20.00 Counsels 0.00 Associates 0.00 Legal Assts 0.00 Others

UNBILLED COSTS SUMMARY
Code Description Oldest Entry Latest Entry Total Amount

0820	PHOTOCOPYING	11/01/04	11/30/04	20.85	
0910	LONG DIST. TELE.	10/22/04	10/22/04	57.09	
Total					77.94

Grand Total 11,314.94

BILLING & PAYMENT HISTORY (Reflects Payments As of 12/14/04 13:22:23)

Bill Date	Thru Date	Bill#	Fee & OA	Billed	Disbursement	Applied From OA	Collections Total	Date	Balance Due
YEAR 2001									
01/31/03	12/31/02	364671	11,113.50	1,628.57	12,742.07				
YEAR 2002									
01/31/03	02/28/03	367178	34,996.50	2,032.99	37,029.49				
03/19/03	03/31/03	369330	1,341.00	0.00	1,341.00	03/25/03			
04/29/03	04/30/03	370445	1,123.50	50.00	1,173.50	05/27/03			
05/16/03	05/31/03	371897	2,138.50	3.00	2,141.50	10/23/03			
06/17/03	06/30/03	373811	455.00	26.55	481.55	10/23/03			
07/24/03	07/31/03	375389	.00	2.00	2.00	08/19/03			
08/31/03	08/31/03	375389	2,292.50	.00	2,292.50	10/23/03			
09/30/03	09/30/03	375389	3,567.50	.00	3,567.50	11/28/03			
11/14/03	09/30/03	379590	1,137.50	.00	1,137.50	12/08/03			
11/30/03	10/31/03	380293	4,804.50	2.00	4,806.50	12/26/03			
12/31/03	11/30/03	381784	3,302.50	19.00	3,321.50	02/27/04			
01/29/04	12/31/03	382765	1,405.50	20.00	1,425.50	02/27/04			
02/25/04	01/31/04	384579	2,416.00	36.00	2,452.00	02/27/04			
04/30/04	02/29/04	388529	2,284.00	.00	2,284.00	04/13/04			
05/27/04	04/30/04	390208	1,717.50	.00	1,717.50	06/29/04			
06/29/04	05/31/04	391727	4,468.00	23.40	4,491.40	08/03/04			
07/31/04	06/30/04	392045	2,466.00	2.00	2,468.00				
08/23/04	06/30/04	394084	1,789.00	.00	1,789.00	10/18/04			
09/29/04	07/31/04	396938	5,567.00	.00	5,567.00	11/16/04			
									2,458.00
									1,717.62

alp_132r: Matter Detail

KRAMER LEVIN NAFTALIS & FRANKEL LLP
PRIVILEGED AND CONFIDENTIAL

PAGE 11

Run Date & Time: 12/14/2004 13:22:23

Matter No: 056772-00002

Client Name : W.R. GRACE & CO. EQUITY COMMITTEE

Matter Name : CREDITOR COMMITTEE

Matter Opened : 07/27/2001

Orig Pctr : CRED. RGTS - 06975
Bill Pctr : BENTLEY PHILIP - 02495
Supv Pctr : MAYER THOMAS MOERS - 03976Proforma Number: 1879796
Bill Frequency: M

Status : ACTIVE

B I L L I N G & P A Y M E N T H I S T O R Y (Reflects Payments As of 12/14/04 13:22:23)

Bill Date Thru Date Bill#	Fee & OA	Billed	Disbursement	Applied From OA	Total	Collections Date	Balance Due
10/28/04 08/31/04 398416	1,881.00		.00		.00		1,881.00
10/31/04 09/30/04 398942	15,656.50		760.58		.00		16,417.08
11/22/04 10/31/04 400444	17,694.50		1,855.08		.00		19,549.58
12/14/04 10/31/04 401557	11,237.00		77.94		.00		11,314.94
Total:	136,558.00		6,553.23		91,480.63		51,630.60

alp_132r: Matter Detail

KRAMER LEVIN NAFTALIS & FRANKEL LLP
PRIVILEGED AND CONFIDENTIAL

PAGE 12

Run Date & Time: 12/14/2004 13:22:23

Matter No: 056772-00002

Client Name : W.R. GRACE & CO. EQUITY COMMITTEE

Matter Name : CREDITOR COMMITTEE

Matter Opened : 07/27/2001

Orig Pctr : CRED. RGTS - 06975
Bill Pctr : BENTLEY PHILIP - 02495
Supv Pctr : MAYER THOMAS MOERS - 03976Proforma Number: 1879796
Bill Frequency: M

Status : ACTIVE

UNBILLED TIME DETAIL

Employee Name	Work Date	Description	Hours	Amount	Index#	Batch Date
BECKER, GARY M.	11/01/04	Conf. with equity holder re case status (0.5); exchange email with another equity holder re DOJ actions (0.3).	0.80	396.00	5393895	11/11/04
BENTLEY, PHILIP	11/01/04	Prepare email to Committee re recent developments	0.60	339.00	5395426	11/12/04
BECKER, GARY M.	11/03/04	Conf. equity holder re case issues.	0.30	148.50	5393896	11/11/04
BECKER, GARY M.	11/04/04	Conf with two separate equity holders re case issues.	0.50	247.50	5393897	11/11/04
BECKER, GARY M.	11/05/04	Exchange emails with equity holder re hearing issues.	0.20	99.00	5393898	11/11/04
MAYER, THOMAS MOERS	11/08/04	Call with R. : Paige of Perry Capital republic position of company, torts on plan negotiations (.3);	0.30	207.00	5443370	12/14/04
BECKER, GARY M.	11/09/04	Conf. with shareholder re case issues (0.5); conf. second shareholder re case issues (0.6).	1.10	544.50	5393899	11/11/04
BENTLEY, PHILIP	11/10/04	Committee call	0.60	339.00	5406436	11/17/04
BECKER, GARY M.	11/10/04	Prepare for and conf. call with Equity Committee re new plan, including review of plan (2.5); separate calls with Weschler re plan issues (0.8); conf. equity holder re case issues (0.4); conf. second equity holder re case issues (0.3).	4.00	1,980.00	5411962	11/22/04
BECKER, GARY M.	11/11/04	Conf. equity holder re case issues (0.5); conf. second equity holder re case issues (0.5).	1.00	495.00	5411961	11/22/04
BECKER, GARY M.	11/12/04	Conf. equity holder re case issues (0.4); attention to docket for Monday hearing (0.1).	0.50	247.50	5411958	11/22/04
BECKER, GARY M.	11/15/04	Conf. Bentley re omnibus hearing (0.4); conf. equity holder re omnibus hearing (0.4).	0.80	396.00	5411965	11/22/04
BECKER, GARY M.	11/16/04	Conf. with equity holder re case issues (0.4); conf. with second equity holder re case issues (0.4); conf. third equity holder re case issues (0.4).	1.20	594.00	5411964	11/22/04
BECKER, GARY M.	11/17/04	Prepare memo to equity committee re plan of reorganization and procedural motions and re omnibus hearing (2.0); conf. equity holder re plan issues (0.7); conf. second equity holder re plan issues (0.5).	3.20	1,584.00	5411963	11/22/04
BENTLEY, PHILIP	11/17/04	Review and edit memo to committee re plan issues	0.30	169.50	5424808	12/01/04

alp_132r: Matter Detail

KRAMER LEVIN NAFTALIS & FRANKEL LLP
PRIVILEGED AND CONFIDENTIAL

PAGE 13

Run Date & Time: 12/14/2004 13:22:23

Matter No: 056772-00002

Client Name : W.R. GRACE & CO. EQUITY COMMITTEE

Matter Name : CREDITOR COMMITTEE

Matter Opened : 07/27/2001

Orig Print : CRED. RGTS - 06975

Bill Print : BENTLEY PHILIP - 02495

Supv Print : MAYER THOMAS MOERS - 03976

Proforma Number: 1879796

Bill Frequency: M

Status : ACTIVE

UNBILLED TIME DETAIL

Employee Name	Work Date	Description	Hours	Amount	Index#	Batch Date
BECKER, GARY M.	11/18/04	Revise memo to committee re plan issues, conf. with Bentley and circulate to committee (1.0); exchange emails with committee member re FAIR Act implications (0.5); conf. equity holder re plan issues (0.7); conf. second equity holder re plan issues (0.5).	2.70	1,336.50	5411966	11/22/04
BECKER, GARY M.	11/19/04	Conf. equity holder re case issues (0.4); conf. second equity holder re case issues (0.3)	0.70	346.50	5411960	11/22/04
BECKER, GARY M.	11/29/04	Conf. with equity holder re various case issues (0.5); conf. second equity holder re case issues (0.5); conf. third equity holder re case issues (0.5); review email from Weschler re committee conf. (0.2); conf. fourth equity holder re case issues (0.3).	2.50	1,237.50	5426875	12/01/04
BENTLEY, PHILIP	11/30/04	Prepare memo to Committee re recent developments; trade voicemails and emails	0.50	282.50	5424809	12/01/04
BECKER, GARY M.	11/30/04	Review materials in preparation for 12/2 committee call (0.5).	0.50	247.50	5426874	12/01/04

Fee Total

22.30 11,237.00

Fee Total

22.30 11,237.00

UNBILLED COSTS DETAIL

Description/Code	Employee	Date	Amount	Index#	Batch No	Batch Date
PHOTOCOPYING			0820			
PHOTOCOPYING	BENTLEY, P	11/01/04	0.90	6757783	136705	11/04/04
PHOTOCOPYING	BENTLEY, P	11/05/04	3.30	6760751	136775	11/08/04
PHOTOCOPYING	BENTLEY, P	11/08/04	3.30	6762488	136823	11/09/04
PHOTOCOPYING	BENTLEY, P	11/08/04	1.20	6762489	136823	11/09/04
PHOTOCOPYING	BENTLEY, P	11/09/04	0.60	6763477	136923	11/10/04
PHOTOCOPYING	BENTLEY, P	11/19/04	0.75	6779494	137440	11/23/04
PHOTOCOPYING	BENTLEY, P	11/29/04	0.60	6785616	137629	11/30/04

alp_132r: Matter Detail

KRAMER LEVIN NAFTALIS & FRANKEL LLP
PRIVILEGED AND CONFIDENTIAL

PAGE 14

Run Date & Time: 12/14/2004 13:22:23

Matter No: 056772-00002

Client Name: W.R. GRACE & CO. EQUITY COMMITTEE

Matter Name: CREDITOR COMMITTEE

Matter Opened: 07/27/2001

Orig Print: CRED. RGTS - 06975
Bill Print: BENTLEY PHILIP - 02495
Supv Print: MAYER THOMAS MOERS - 03976Proforma Number: 1879796
Bill Frequency: M
Status: ACTIVE

UNBILLED COSTS DETAIL

Description/Code

Employee

Date

Amount

Index#

Batch No

Batch Date

PHOTOCOPYING

BENTLEY, P

11/30/04

10.20

6787524

137655

12/01/04

BENTLEY PHILIP

0820 PHOTOCOPYING Total: 20.85

LONG DIST. TELE. 0910

ECI CONFERENCE CALL SERV

LONG DIST. TELE. - VENDOR-ECI CONFERENCE CALL
SERVICES LLC

BENTLEY, P

10/22/04

57.09

6778650

137429

11/22/04

0910 LONG DIST. TELE. Total: 57.09

Costs Total:

77.94